

CFDF Corporation

Minutes of Meeting

Tuesday, October 9, 2007

I. Call to Order: Meeting was called to order at 6:00 pm.

II. Roll Call: Absent was Al Romanowicz, all other Board members were present. Also present were, Tony Ventetuolo, Wayne Salisbury and Chris Orton.

III. Secretary's Report: On a motion by Maurice Brousseau seconded by Augie O'Connor the Board voted 4-0 to accept the minutes of the August 28, 2007 Board meeting.

IV. Treasurer's Report: On a motion by Maurice Brousseau seconded by Casey Andrade the Board voted 4-0 to accept the financial reports for period ending August 31, 2007. Mr. Ventetuolo also reported the status of the present budget.

V. Executive Session: On a motion by Maurice Brousseau seconded by Casey Andrade the Board voted 4-0 to go into Executive Session at 6:15 pm. Also on a motion by Maurice Brousseau seconded by Casey Andrade the Board voted to change the agenda to eliminate #C under Executive Session "Union Negotiations" since no more negotiations are underway. This motion passed 4-0. The Board came out of Executive Session at 6:45 pm. On a motion by Maurice

Brousseau seconded by Gene Racquier, the Board voted to seal the minutes of the Executive Session.

VI. Old Business:

a Project Banking: The IXIS Funding report for the period of 08/01/07 through 08/31/07 was presented to the Board.

b Bank of America Account: Bank of America activity sheets were provided to the Board and showed a balance of approximately \$868,00000.

c. Expansion Project Status:

a. Levien-Rich observation report #26 was presented to the Board for their review. It was also noted by Mr. Ventetuolo on Thursday's owners meeting the Board will release all but approximately \$150,000.00, since all work is completed. The \$150,000.00 represents twice the amount of punch list items that are left to be completed by O. Ahlborg & Sons. It was also noted that out of the \$75,000.00 being withheld, about \$60,000.00 is for work that Mac Systems has yet to complete. Essentially, the construction project is completed. Also noted that all other subs to the project all have been paid in full. Lien releases and a total Certificate of Occupancy will be provided to the Project Coordinator at the Thursday's meeting.

d. Management Contract/Transition:

a. Transition Expenses: An updated transition expense voucher was presented to the Board. It was noted that approximately \$140,000.00 has been spent through AVCORR for transition activities. There are also approximately \$25,000.00 to \$35,000.00 transition expenses that

were expended through operations. These two amounts will be combined and a request to withdraw the total amount from the operations budget for the next month draw will be given to the Board and voted on at the next regular meeting.

b. Cornell Audit Payables: Mr. Ventetuolo discussed the status of the audit being conducted on the payables to Cornell for both 2006 and 2007. It was noted that some additional information on regarding legal bills are being sought by RCFO. This process should be completed within the next several days and a pay out plan will be developed.

c. IA Unit Reorganization: Mr. Ventetuolo discussed the recent reorganization of the Internal Affairs unit and the hiring two exemplary former police officers for two IA positions.

VII. New Business:

a. Global Revenues: Global Revenues for August, 2007 were provided to the Board, noting that the amount has increased up to \$39,000.00.

b. O/D T Pharmaceutical Issue Update: Mr. Ventetuolo discussed the fact that this issue has now been resolved and presented to the Board copies of credit memos issued to various USMS districts for over-the-counter medications that were billed directly to them from the period March 1, 2007 to present. This issue is now resolved and on a go forward basis the Corporation will absorb the cost of

over-the-counter medications.

c. Vending Commissions: Third quarter vending commissions from Kelly Vending were provided to the Board. Also discussed was the fact that we have advertised for an RFP process for a new vending contract for the next five year period. The new contract will cover some expanded areas being sought by the Corporation.

d. ClerkBase Online Format: It was noted that the CD-Rom process has been upgraded to an online format at no cost to the Corporation by ClerkBase. Instructions were provided to all Board members and ongoing training is available if needed.

e. Cornell Operations Issues: A media release was provided to the Board which showed that BICE in Albuquerque, New Mexico has taken 600+ inmates from Cornell facilities due to operational issues. Some of these issues were the same as were being experienced by the CFDF Corporation and resulted in the termination of the Cornell contract.

f. CFDF Corporation Reimbursement: Mr. Ventetuolo noted a copy of a cancelled check which was provided by AVCORR to the Corporation to correct a invalid wire amount into the AVCORR accounts.

g. URI Cooperative Program: Mr. Ventetuolo noted that a revised agreement has been signed with URI for the Cooperative Program. The cost increase is negligible and fairly close to last years cost.

h. US Prison Population: An article was provided to the Board which showed that last year, 2006, showed an increase of approximately 3% in the US prison population. While the Wyatt does not house

prisoners, this will have an impact on the Wyatt since available prison beds for Federal detainee populations will be more scarce.

VIII. Other:

a. Requisitions: On a motion by Maurice Brousseau seconded by Casey Andrade the Board voted 4-0 to pay all requisitions presented on the agenda.

b. Executive Director/Administrative Oversight: Also Mr. Ventetuolo discussed the ad that had been put in the papers by Chris Orton seeking Executive Director/Administrative Oversight services.

c. Wyatt Training Funds: On a motion by Maurice Brousseau seconded by Gene Racquier, the Board voted 4-0 to allocate an additional \$10,000.00, as needed, for educational employment relation services to Wyatt staff.

IX. Adjournment: On a motion by Maurice Brousseau, seconded by Casey Andrade the Board voted 4-0 to adjourn at 7:05 pm.